

Fill in this information to identify the caseDebtor name Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number (if known) 24-60717☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets -- Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand**3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. <u>Checking account x823</u>	<u>Checking account</u>	<u> </u> <u> </u> <u> </u> <u> </u>	<u>\$5.00</u>
3.2. <u>Checking account x791</u>	<u>Checking account</u>	<u> </u> <u> </u> <u> </u> <u> </u>	<u>\$0.00</u>

4. Other cash equivalents (Identify all)

Name of institution (bank or brokerage firm)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$5.00**Part 2: Deposits and prepayments****6. Does the debtor have any deposits or prepayments?**

- ☒ No. Go to Part 3.
☐ Yes. Fill in the information below.

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Current value of
debtor's interest

7. **Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$0.00

Part 3: Accounts receivable

10. **Does the debtor have any accounts receivable?**

- ☒ No. Go to Part 4.
☐ Yes. Fill in the information below.

Current value of
debtor's interest

11. **Accounts receivable**

11a. 90 days old or less: _____ = → _____
face amount doubtful or uncollectible accounts

11b. Over 90 days old: _____ = → _____
face amount doubtful or uncollectible accounts

12. **Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes. Fill in the information below.

Valuation method
used for current value

Current value of
debtor's interest

14. **Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

15. **Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity:

% of ownership:

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

17. **Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes. Fill in the information below.

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General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies				
23. Total of Part 5 Add lines 19 through 22. Copy the total to line 84.				<div>\$0.00</div>
24. Is any of the property listed in Part 5 perishable?				
<input type="checkbox"/> No				
<input type="checkbox"/> Yes				
25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?				
<input type="checkbox"/> No				
<input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____				
26. Has any of the property listed in Part 5 been appraised by a professional within the last year?				
<input type="checkbox"/> No				
<input type="checkbox"/> Yes				

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops--either planted or harvested			
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			
33. Total of Part 6. Add lines 28 through 32. Copy the total to line 85.			<div>\$0.00</div>
34. Is the debtor a member of an agricultural cooperative?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes			
35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____			
36. Is a depreciation schedule available for any of the property listed in Part 6?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes			
37. Has any of the property listed in Part 6 been appraised by a professional within the last year?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes			

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Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
40. Office fixtures			
41. Office equipment, including all computer equipment and communication systems equipment and software			
42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
48. Watercraft, trailers, motors, and related accessories Examples: Boats trailers, motors, floating homes, personal watercraft, and fishing vessels			
49. Aircraft and accessories			
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
3 ladders			\$30.00
misc hand power tools			\$175.00
2 fans			\$30.00
misc hand tools and tool boxes			\$165.00
blower			\$15.00
5 floor jacks and stands			\$540.00
engine hoist			\$250.00
3 heaters (2 not working)			\$75.00

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charger unit				\$25.00
2 old welders w/accessories				\$500.00
torch regulator with hoses				\$50.00
drill press				\$50.00
shop pro				\$15.00
misc old tools and equipment not working, misc junk				\$35.00

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$1,955.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☐ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
☐ Yes. Fill in the information below.

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General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
61. Internet domain names and websites			
62. Licenses, franchises, and royalties			
63. Customer lists, mailing lists, or other compilations			
64. Other intangibles, or intellectual property			
65. Goodwill			
66. Total of Part 10. Add lines 60 through 65. Copy the total to line 89.			<div>\$0.00</div>
67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)? <input type="checkbox"/> No <input type="checkbox"/> Yes			
68. Is there an amortization or other similar schedule available for any of the property listed in Part 10? <input type="checkbox"/> No <input type="checkbox"/> Yes			
69. Has any of the property listed in Part 10 been appraised by a professional within the last year? <input type="checkbox"/> No <input type="checkbox"/> Yes			

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
Include all interests in executory contracts and unexpired leases not previously reported on this form.
☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

	Current value of debtor's interest
71. Notes receivable Description (include name of obligor)	
72. Tax refunds and unused net operating losses (NOLs) Description (for example, federal, state, local)	
73. Interests in insurance policies or annuities	
74. Causes of action against third parties (whether or not a lawsuit has been filed) potential claim against former CFO for embezzlement and theft of funds.	Unknown
Nature of claim <u>theft, embezzlement</u>	
Amount requested _____	
75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims	
76. Trusts, equitable or future interests in property	
77. Other property of any kind not already listed <i>Examples: Season tickets, country club membership</i> ERTC claims for 2020-2021; submitted by American Incentive Advisors; no funds received yet and future recovery very uncertain. Value listed is amount allegedly submitted by AIA. AIA is suing Debtor for commission although no funds were ever received by Debtor.	\$1,528,118.61

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78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$1,528,118.61

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No
☐ Yes

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$5.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$1,955.00</u>	
88. Real property. <i>Copy line 56, Part 9.....</i> →		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+ \$1,528,118.61</u>	
91. Total. Add lines 80 through 90 for each column.	91a. <u>\$1,530,078.61</u>	91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		<u>\$1,530,078.61</u>

Fill in this information to identify the case:Debtor name Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number
(if known) 24-60717☐ Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15****Be as complete and accurate as possible.****1. Do any creditors have claims secured by debtor's property?**

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.**Column A**
Amount of claim
Do not deduct the value of collateral.**Column B**
Value of collateral that supports this claim**2.1****Creditor's name**Security Bank of Crawford**Describe debtor's property that is subject to a lien**\$750,000.00\$1,960.00**Creditor's mailing address**6688 North Lonestar Parkway**equipment****Describe the lien**AgreementCrawford TX 76638**Is the creditor an insider or related party?**☒ No☐ Yes**Creditor's email address, if known****Is anyone else liable on this claim?**☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**Date debt was incurred****Last 4 digits of account number****As of the petition filing date, the claim is:**

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed**Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor, and its relative priority.**3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.**\$750,000.00

Part 2:

List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
John Malone	Line 2.1	
5400 Bosque Blvd., Suite 308		
Waco TX 76710		

Fill in this information to identify the case:Debtor Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number 24-60717
(if known)☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part.
If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount**2.1 Priority creditor's name and mailing address**Internal Revenue ServiceAs of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☒ Unliquidated
☐ Disputed

\$495,049.00\$495,049.00Ogden UT 84201-0038Basis for the claim:
941 taxes

Date or dates debt was incurred

2Q 2023

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)**2.2 Priority creditor's name and mailing address**Internal Revenue ServiceAs of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$325,268.67\$325,268.67Ogden UT 84201-0039Basis for the claim:
941 taxes

Date or dates debt was incurred

4Q 2022

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)

Debtor Downing Transportation, Inc.Case number (if known) 24-60717**Part 1: Additional Page**

Copy this page if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional PRIORITY creditors exist, do not fill out or submit this page.

Total claim Priority amount

2.3 Priority creditor's name and mailing addressInternal Revenue ServiceAs of the petition filing date, the claim is: *Check all that apply.*\$175,467.88\$175,467.88

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Ogden UT 84201-0039941 taxes

Date or dates debt was incurred

3Q 2023

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)**2.4** Priority creditor's name and mailing addressInternal Revenue ServiceAs of the petition filing date, the claim is: *Check all that apply.*\$5,284.63\$5,284.63

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Ogden UT 84201-0038940 taxes

Date or dates debt was incurred

2022-2023

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)**2.5** Priority creditor's name and mailing addressTexas ComptrollerAs of the petition filing date, the claim is: *Check all that apply.*\$12,500.00\$12,500.00

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Austin TX 78753franchise taxes

Date or dates debt was incurred

2023

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)

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Part 1: Additional Page

Copy this page if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional PRIORITY creditors exist, do not fill out or submit this page.

Total claim Priority amount

2.6 Priority creditor's name and mailing address

As of the petition filing date, the claim is: *Check all that apply.*

\$1,746.28 \$1,746.28

Texas Workforce Commission

101 E. 15th Street, Rm 556

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Austin TX 78778-0001

Basis for the claim:

TWC tax

Date or dates debt was incurred

2024

Is the claim subject to offset?

- ☒ No
☐ Yes

Last 4 digits of account
number

Specify Code subsection of PRIORITY unsecured
claim: 11 U.S.C. § 507(a)(8)

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.5</div> Nonpriority creditor's name and mailing address <u>Dept of Motor Vehicles</u> <u>P.O. Box 825339</u> <u>Sacramento</u> <u>CA</u> <u>94232-5339</u> <u>Date or dates debt was incurred</u> <u>2024</u> <u>Last 4 digits of account number</u> <u>6</u> <u>3</u> <u>0</u> <u>9</u>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input checked="" type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>tolls</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<u>\$4.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.6</div> Nonpriority creditor's name and mailing address <u>Dept. of the Treasury</u> <u>Bureau of the Fiscal Service</u> <u>P.O. Box 830794</u> <u>Birmingham</u> <u>AL</u> <u>35283-0794</u> <u>Date or dates debt was incurred</u> <u>2022</u> <u>Last 4 digits of account number</u> <u> </u> <u> </u> <u> </u> <u> </u>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>covid loan (EIDL)</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<u>\$2,309,701.20</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.7</div> Nonpriority creditor's name and mailing address <u>E-470 Public Highway Authority</u> <u>P.O. Box 5470</u> <u>Denver</u> <u>CO</u> <u>80217-5470</u> <u>Date or dates debt was incurred</u> <u>2024</u> <u>Last 4 digits of account number</u> <u>3</u> <u>4</u> <u>1</u> <u>7</u>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>tolls</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<u>\$188.10</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.8</div> Nonpriority creditor's name and mailing address <u>Electronic Funds Source LLC</u> <u>P.O. Box 630038</u> <u>Cincinnati</u> <u>OH</u> <u>45263-0038</u> <u>Date or dates debt was incurred</u> <u>2023</u> <u>Last 4 digits of account number</u> <u>8</u> <u>5</u> <u>3</u> <u>6</u>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>vendor</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<u>\$476.27</u>

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Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.9</div> Nonpriority creditor's name and mailing address <u>Employment Development Department</u> <u>State of California</u> <u>P.O. Box 826215 MIC 3A</u> <u>Sacramento</u> <u>CA</u> <u>94230-6215</u> Date or dates debt was incurred <u>2024</u> Last 4 digits of account number <u>0</u> <u>5</u> <u>9</u> <u>2</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>unemployment insurance</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$8,633.50</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.10</div> Nonpriority creditor's name and mailing address <u>Integ</u> <u>2335 Industrial Blfd.</u> <u>Temple</u> <u>TX</u> <u>76504</u> Date or dates debt was incurred <u>2023</u> Last 4 digits of account number <u>7</u> <u>9</u> <u>7</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>supplies</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,401.84</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.11</div> Nonpriority creditor's name and mailing address <u>Interstate Billing Service, Inc.</u> <u>P.O. Box 2250</u> <u>Decatur</u> <u>AL</u> <u>35609-2250</u> Date or dates debt was incurred <u>2023-2024</u> Last 4 digits of account number <u>4</u> <u>0</u> <u>4</u> <u>2</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$17,521.57</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.12</div> Nonpriority creditor's name and mailing address <u>Kansas Dept of Revenue</u> <u>Division of Taxation</u> <u>P.O. Box 3506</u> <u>Topeka</u> <u>KS</u> <u>66625-3506</u> Date or dates debt was incurred <u>2023-2024</u> Last 4 digits of account number <u>9</u> <u>1</u> <u>4</u> <u>3</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>state taxes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,287.35</u>

Debtor Downing Transportation, Inc.Case number (if known) 24-60717**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.13	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$2,376.29</u>
	<u>Kleinschmidt Inc.</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 7158</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Deerfield</u> <u>IL</u> <u>60015-7158</u>	<u>services</u>	
	Date or dates debt was incurred <u>2023</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>0</u> <u>0</u> <u>0</u> <u>0</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.14	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$18,662.05</u>
	<u>National Agribusiness Insurance Company</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 855899</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Minneapolis</u> <u>MN</u> <u>55485-5899</u>	<u>judgment for insurance premiums</u>	
	Date or dates debt was incurred <u>2023</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.15	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$55.00</u>
	<u>NJ E-ZPass</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 4971</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Trenton</u> <u>NJ</u> <u>08650</u>	<u>tolls</u>	
	Date or dates debt was incurred <u>2024</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>9</u> <u>9</u> <u>9</u> <u>1</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.16	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$275.00</u>
	<u>OTA-Plate Pay</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 248935</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Oklahoma City</u> <u>OK</u> <u>73124-8935</u>	<u>tolls</u>	
	Date or dates debt was incurred <u>2024</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>4</u> <u>7</u> <u>0</u> <u>2</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.17	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$56,871.52</u>
	<u>Petro Ag Insurance Agency, LLC</u>	<input type="checkbox"/> Contingent	
	<u>2251 N. Loop 336 W, Suite D</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Conroe TX 77304</u>	<u>insurance</u>	
	Date or dates debt was incurred <u>2023</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>4 6 1 8</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.18	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$683,815.19</u>
	<u>PNC Bank, N.A.</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 1030</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Oshtemo MI 49009</u>	<u>loan</u>	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number <u>6 7 9 6</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.19	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$246.05</u>
	<u>Premier Trailer Leasing</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 206553</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Dallas TX 75320-6553</u>	<u>leased trailers</u>	
	Date or dates debt was incurred <u>2024</u>	is the claim subject to offset?	
	Last 4 digits of account number <u>0 1 7 1</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.20	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$77.80</u>
	<u>Professional Account Management</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 863867</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Plano TX 75086</u>	<u>tolls</u>	
	Date or dates debt was incurred <u>2024</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>2 1 4 9</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.21	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$339.28</u>
	State of Arkansas	<input type="checkbox"/> Contingent	
	Dept of Finance & Admin. - Revenue Div.	<input type="checkbox"/> Unliquidated	
	P.O. Box 896	<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Little Rock AR 72203-0896	state taxes	
	Date or dates debt was incurred 2023-2024	Is the claim subject to offset?	
	Last 4 digits of account number 6 1 0 0	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.22	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$755.61</u>
	Texas Comptroller of Public Accounts	<input type="checkbox"/> Contingent	
	P.O. Box 149359	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Austin TX 78714-9359	international fuel tax	
	Date or dates debt was incurred 2024	Is the claim subject to offset?	
	Last 4 digits of account number 6 7 0 7	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.23	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$12,500.00</u>
	Texas Comptroller of Public Accounts	<input type="checkbox"/> Contingent	
	P.O. Box 149359	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Austin TX 78714-9359	franchise tax	
	Date or dates debt was incurred 2024	Is the claim subject to offset?	
	Last 4 digits of account number 6 7 0 7	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.24	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$2,536.40</u>
	Texas Comptroller of Public Accounts	<input type="checkbox"/> Contingent	
	P.O. Box 149359	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Austin TX 78714-9359	franchise tax	
	Date or dates debt was incurred 2023	Is the claim subject to offset?	
	Last 4 digits of account number 6 7 0 7	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.25	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$34,955.44</u>
	<u>TNTX, LLC dba C&W Leasing</u>	<input type="checkbox"/> Contingent	
	<u>502 Overland Trail</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>Abilene TX 79601</u>	Basis for the claim:	
		<u>truck leasing</u>	
	Date or dates debt was incurred <u>2023</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>6 9 7 0</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.26	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$120,250.00</u>
	<u>Transportation Commodities, Inc.</u>	<input type="checkbox"/> Contingent	
	<u>dba TCI Leasing</u>	<input type="checkbox"/> Unliquidated	
	<u>4950 Triggs Street</u>	<input type="checkbox"/> Disputed	
	<u>Commerce CA 90022</u>	Basis for the claim:	
		<u>lease of trucks</u>	
	Date or dates debt was incurred <u>2023-2024</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u> </u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.27	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$23,162.00</u>
	<u>W&B Service Company</u>	<input type="checkbox"/> Contingent	
	<u>247 Estes Parkway</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>Temle TX 76501</u>	Basis for the claim:	
		<u>services</u>	
	Date or dates debt was incurred <u>2023</u>	is the claim subject to offset?	
	Last 4 digits of account number <u>1 3 6 5</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.28	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,740.00</u>
	<u>Ward's Towing, Ltd</u>	<input type="checkbox"/> Contingent	
	<u>4852 E. State Hwy 53</u>	<input type="checkbox"/> Unliquidated	
	<u>Temple, T 76501</u>	<input type="checkbox"/> Disputed	
		Basis for the claim:	
		<u>towing</u>	
	Date or dates debt was incurred <u>2023</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>1 3 2 1</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor Downing Transportation, Inc.

Case number (if known) 24-60717

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div>3.29</div>	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$180.33</u>
	WEX Health, Inc.	<input type="checkbox"/> Contingent	
	P.O. Box 9528	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Fargo ND 58106-9528	<u>insurance</u>	
	Date or dates debt was incurred <u>2024</u>	Is the claim subject to offset?	
	Last 4 digits of account number <u>7 8 5 1</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	<hr/> <hr/> <hr/> <hr/> <hr/>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	____ _
4.2	Aleshia R. Huffman Scott & Associates PC P.O. Box 115220 Carrollton TX 75011	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	____ _
4.3	Capital Management Services, LP 698 1/2 South Ogden Street Buffalo NY 14206-2317	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	<u>2</u> <u>7</u> <u>1</u> <u>0</u>
4.4	Chris Batten Agency - Nationwide 1861 Briarcrest Dr. Bryan TX 77802	Line <u>3.3</u> <input type="checkbox"/> Not listed. Explain:	____ _
4.5	Jeffrey R. Cagle Lawrence & Martinez 105 Decker Court, Suite 150 Irving TX 75062-2211	Line <u>3.14</u> <input type="checkbox"/> Not listed. Explain:	____ _
4.6	Kelsey N. Linendoll Padfield & Stout 420 Throckmorton Street, Suite 1210 Ft. Worth TX 76102	Line <u>3.18</u> <input type="checkbox"/> Not listed. Explain:	____ _

Part 3: Additional Page for Others to Be Notified About Unsecured Claims

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.7	<u>Murray L. Bristol</u> <u>Bristol & Dubiel LLP</u> <u>10440 N. Central Expy., Suite 800</u> <u>Dallas TX 75231</u>	Line <u>3.26</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.8	<u>Texas Attorney General</u> <u>P.O. Box 12548</u> <u>Austin TX 78711-2548</u>	Line <u>2.6</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.9	<u>Texas Attorney General</u> <u>P.O. Box 12548</u> <u>Austin TX 78711-2548</u>	Line <u>3.24</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.10	<u>Texas Attorney General</u> <u>P.O. Box 12548</u> <u>Austin TX 78711-2548</u>	Line <u>3.22</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.11	<u>Texas Attorney General</u> <u>P.O. Box 12548</u> <u>Austin TX 78711-2548</u>	Line <u>2.5</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.12	<u>U.S. Attorney - Dept of the Treasury</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line <u>3.6</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.13	<u>U.S. Attorney - IRS</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line <u>2.4</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>

Part 3: Additional Page for Others to Be Notified About Unsecured Claims

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.14	<u>U.S. Attorney - IRS</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line <u>2.3</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.15	<u>U.S. Attorney - IRS</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line <u>2.2</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.16	<u>U.S. Attorney - IRS</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line <u>2.1</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>
4.17	<u>U.S. Attorney - SBA</u> <u>601 N.W. Loop 410, Suite 600</u> <u>San Antonio TX 78216</u>	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	<u> </u> <u> </u> <u> </u> <u> </u>
4.18	<u>Zach Carrabine</u> <u>Lewis Brisbois Bisgaard & Smith LLP</u> <u>24 Greenway Plaza, Suite 1400</u> <u>Houston TX 77046</u>	Line <u>3.1</u> <input type="checkbox"/> Not listed. Explain:	<u> </u> <u> </u> <u> </u> <u> </u>

Debtor Downing Transportation, Inc. Case number (if known) 24-60717

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

5a. Total claims from Part 1	5a. <u>\$1,015,316.46</u>	
5b. Total claims from Part 2	5b. + <u>\$3,677,723.40</u>	
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c. <table border="1"><tr><td><u>\$4,693,039.86</u></td></tr></table>	<u>\$4,693,039.86</u>
<u>\$4,693,039.86</u>		

Fill in this information to identify the case:

Debtor name Downing Transportation, Inc.

United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXAS

Case number 24-60717
(if known)

Chapter 7

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☒ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☐ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

Fill in this information to identify the case:Debtor name Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number 24-60717
(if known)☐ Check if this is an amended filing**Official Form 206H****Schedule H: Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor**Column 2: Creditor***Check all schedules that apply:*

Name	Mailing address	Name	
2.1 Carla Downing	1960 Church Avenue Number Street	Security Bank of Crawford	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Troy TX 76579 City State ZIP Code		
2.2 Downing Livestock, LLC	2120 Church Avenue Number Street	Security Bank of Crawford	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Troy TX 76579 City State ZIP Code		
2.3 John Downing	1960 Church Avenue Number Street	PNC Bank, N.A.	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
	Troy TX 76579 City State ZIP Code		
2.4 John Downing	1960 Church Avenue Number Street	Security Bank of Crawford	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Troy TX 76579 City State ZIP Code		

Debtor Downing Transportation, Inc.

Case number (if known) 24-60717

Additional Page if Debtor Has More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing address
2.5 Shellie Downing	720 Pleasant View Road
	Number Street
	Troy TX 76579
	City State ZIP Code

Name
PNC Bank, N.A.

Check all schedules
that apply:

- ☐ D
☒ E/F
☐ G

Fill in this information to identify the case:Debtor Name Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number (if known): 24-60717☐ Check if this is an amended filingOfficial Form 206Sum**Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets--Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from Schedule A/B..... **\$0.00****1b. Total personal property:**Copy line 91A from Schedule A/B..... **\$1,530,078.61****1c. Total of all property**Copy line 92 from Schedule A/B..... **\$1,530,078.61****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... **\$750,000.00****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of Schedule E/F..... **\$1,015,316.46****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F..... **+ \$3,677,723.40****4. Total liabilities**Lines 2 + 3a + 3b..... **\$5,443,039.86**

Fill in this information to identify the case and this filing:

Debtor Name Downing Transportation, Inc.

United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXAS

Case number 24-60717
(if known)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206-Summary)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/04/2024
MM / DD / YYYY

X /s/ John Downing
Signature of individual signing on behalf of debtor

John Downing
Printed name

President
Position or relationship to debtor

Fill in this information to identify the case:Debtor name Downing Transportation, Inc.United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXASCase number (if known) 24-60717☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy****04/22**

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply.

Gross revenue
(before deductions
and exclusions)

From the beginning of the
fiscal year to filing date:

From 01/01/2024 to Filing date
MM / DD / YYYY

☒ Operating a business
☐ Other

\$831,159.00

For prior year:

From 01/01/2023 to 12/31/2023
MM / DD / YYYY

☒ Operating a business
☐ Other

\$7,970,563.00

For the year before that:

From 01/01/2022 to 12/31/2022
MM / DD / YYYY

☒ Operating a business
☐ Other

\$12,864,925.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Debtor **Downing Transportation, Inc.**
Name

Case number (if known) **24-60717**

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity--within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Transportation Commodities Inc., d/b/a TCI Leasing v. Downing Transportation, Inc. and John Downing	Suit on debt	169th District Court of Bell County, TX Name Belton, TX Street	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number 24DCV346177		City State ZIP Code	
7.2. PNC Bank, National Association v. Downing Transportation, Inc., John Downing and Shellie Dowling	Suit on notes; summary judgment entered 10/21/24 for \$988,173.52.	146th District Court of Bell County, TX Name Belton, TX Street	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number 24DCV343436		City State ZIP Code	

Debtor Downing Transportation, Inc. Case number (if known) 24-60717
Name

Case title	Nature of case	Court or agency's name and address	Status of case
7.3. American Incentive Advisors, LLC v. Downing Transportation, Inc.	Suit to collect commission	169th District Court of Bell County, TX	<input checked="" type="checkbox"/> Pending
		Name	<input type="checkbox"/> On appeal
		Belton, TX	<input type="checkbox"/> Concluded
		Street	

Case number
23DCV339644

City State ZIP Code

Case title	Nature of case	Court or agency's name and address	Status of case
7.4. Nationwide Agribusiness Insurance Company v. Downing Transportation, Inc.	Suit for insurance premiums; default judgment entered 10/30/2023 for \$18,662.05.	146th District Court of Bell County, TX	<input type="checkbox"/> Pending
		Name	<input type="checkbox"/> On appeal
		Belton, TX	<input checked="" type="checkbox"/> Concluded
		Street	

Case number
23DCV340576

City State ZIP Code

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Debtor **Downing Transportation, Inc.**
Name

Case number (if known) **24-60717**

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Pakis Giotes Burleson & Deaconson, PC	\$5,000 attorney fee plus \$338 filing fee	11/20/2024	\$5,338.00
	Address			
	P.O. Box 58			
	Street			
	Waco	TX	76703-0058	
	City	State	ZIP Code	
	Email or website address			
	Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None

13. Transfers not already listed on this statement

List any transfers of money or other property--by sale, trade, or any other means--made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None

	Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1.	various individuals	42 trailers were sold at auction. No net proceeds due to costs of sale and transportation.	7/19/2024	\$0.00
	Address			
	Taylor & Martin, LLC auctioneers			
	Street			
	City	State	ZIP Code	
	Relationship to debtor			

Debtor Downing Transportation, Inc.
Name

Case number (if known) 24-60717

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.2. <u>various individuals</u>	12 Trailers sold at auction. Net proceeds were used to pay lienholders and operating expenses.	<u>9/13/2024</u>	<u>\$61,714.00</u>
Address			
<u>Taylor & Martin, LLC auctioneers</u>			
Street			
City State ZIP Code			
Relationship to debtor			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- ☐ diagnosing or treating injury, deformity, or disease, or
- ☐ providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

☒ No.

☐ Yes. State the nature of the information collected and retained

Does the debtor have a privacy policy about that information?

☐ No.

☐ Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☒ No. Go to Part 10.

☐ Yes. Does the debtor serve as plan administrator?

☐ No. Go to Part 10.

☐ Yes. Fill in below:

Debtor **Downing Transportation, Inc.**
Name

Case number (if known) **24-60717**

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts, certificates of deposit, and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?

Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Case number (if known) **24-60717**

- ☒ No
- ☐ Yes. Provide details below.

- ☒ No
- ☐ Yes. Provide details below.

25. Other businesses in which the debtor has or has had an interest

☒ None

- ☐
- None

Dates of service

- From 1996 To present

Temple, TX 76502

State

ZIP Code

- ☒
- None

- ☐
- None

If any books of account and records are unavailable, explain why

- Troy, TX 76579**

City

State

ZIP Code

Debtor Downing Transportation, Inc. Case number (if known) 24-60717
Name

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No.

☐ Yes. Give the details about the two most recent inventories.

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
John Downing	1960 Church Avenue Troy, TX 76579	President / shareholder	50%
Shellie Downing	720 Pleasant View Road Troy, TX 76579	Vice President / shareholder	50%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☐ No

☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Doug Downing	deceased 2/26/2022	Vice President / shareholder	From <u>10/29/1996</u> To <u>2/26/2022</u>

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No

☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. <u>John Downing</u> Name <u>1960 Church Avenue</u> Street <u>Troy, TX 76579</u>	salary \$7,500.00	January - February 2024	
City _____ State _____ ZIP Code _____			
Relationship to debtor <u>President</u>			

Debtor Downing Transportation, Inc. Case number (if known) 24-60717
Name

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.2.	<u>Shellie Downing</u> Name <u>720 Pleasant View Road</u> Street <u>Troy, TX 76579</u> City State ZIP Code	salary \$7,500.00	January - February 2024	
	Relationship to debtor <u>Vice President</u>			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Part 14: Signature and Declaration

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/04/2024
MM / DD / YYYY

X /s/ John Downing Printed name John Downing
Signature of individual signing on behalf of the debtor
Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
WACO DIVISION**

In re **Downing Transportation, Inc.**

Case No. 24-60717

Chapter 7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	<u>\$5,000.00</u>
Prior to the filing of this statement I have received.....	<u>\$5,000.00</u>
Balance Due.....	<u>\$0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

12/04/2024

Date

/s/ David C. Alford

David C. Alford

Pakis Giotes Page & Burleson, PC

P.O. Box 58

Waco, TX 76703-0058

Phone: (254) 297-7300

Bar No. 01011500

/s/ John Downing

John Downing

President